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T.R.A. DOCKET ROOM

April 28, 2004

Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: Docket No. 04-00057

Below please find the responses to your Data Request dated April 27, 2004

- 1 Statement of Cash Flow for ComTech21, LLC for the periods ended October 31, 2003 is enclosed
- 2 ComTech21, LLC's CFO spoke to a TRA representative and explained the unposted cash from the balance sheet provided in the Data Response of April 15, 2004 as well as it being addressed in the financials enclosed.
3. A written certificate of service to the eighteen (18) incumbent local exchange telephone companies is enclosed.
- 4 A sworn pre-filed testimony for the CLEC application is enclosed.
- 9 Comtech21, LLC is a single member LLC whose only member is Prescient LLC, there are no other affiliates.
10. The "due from affiliate" is an inter-company loan to Prescient LLC to be paid back at management's discretion at a later date
11. Toll Dialing Party Plan enclosed

Please let me know if you need any additional information I have made 13 copies of this information and look forward to hearing that we will be certified soon.

Sincerely,

Sonja Johnson-Byers
Director Administration &
Regulatory Compliance

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MAY 06 2004

TN REGULATORY AUTHORITY
TELECOMMUNICATIONS DIVISION



April 28, 2004

Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 3724-0505

To Whom It May Concern:

This letter is to certify that on January 9, 2004 all eighteen (18) incumbent local exchange telephone companies in Tennessee were mailed notification of ComTech21's application and intentions of operating geographically in the State of Tennessee.

Sincerely,

Sonja Johnson-Byers
Director Administration &
Regulatory Compliance

STATE OF TENNESSEE

BEFORE THE TENNESSEE PUBLIC SERVICE COMMISSION

In the matter of the application of Comtech21, LLC
For a license to provide basic local exchange service
Throughout the State of Tennessee in the zone and
Exchange areas served by Bell South.

DIRECT TESTIMONY OF MARIE MARCARELLI

Q. PLEASE STATE YOUR NAME AND BUSINESS ADDRESS.

A. Marie Marcarelli, One Barnes Park South, Wallingford, Connecticut, 06492

Q. WHAT IS YOUR POSITION WITH THE APPLICANT?

A. I am the Executive Vice-President of Comtech21, LLC (hereinafter "ComTech21" or the "Applicant").

Q. WHAT ARE YOUR PRINCIPAL RESPONSIBILITIES WITH COMTECH21?

A. I am responsible for the regulatory compliance of the company.

Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THIS PROCEEDING?

A. I am offering testimony in support of ComTech21's Application for a license to provide basic local exchange service throughout the state of Tennessee in the zone and exchange areas in which Bell South is the incumbent local exchange carriers ("incumbent carriers"). ComTech21 proposes to provide basic local exchange service on both a reseller and facilities-based basis, as well as provide non-licensed and unregulated telecommunications services on a competitive basis.

Q. ARE YOU SPONSORING ANY EXHIBITS IN THIS PROCEEDING?

A. Yes. I am sponsoring exhibits A through F.

Q. WERE THESE EXHIBITS PREPARED BY YOU OR UNDER YOUR DIRECTION AND SUPERVISION?

A. Yes, they were.

Q. PLEASE SUMMARIZE THE MAIN SUBJECT AREAS ADDRESSED IN YOUR TESTIMONY.

A. My testimony focuses on the following areas of concern to the Tennessee Public Service Commission ("TPSC" or "Commission"):

- a. a description of ComTech21's technical, managerial, and financial qualifications to provide telecommunication services in Tennessee;**
- b. a demonstration of ComTech21's intent to provide service within one year from the date the license is granted;**
- c. The benefits to the public and the industry, and a description of the general types of services ComTech21 proposes to offer in Tennessee;**
- d. A description of the general types of services that ComTech21 proposes to offer in the State of Tennessee; and,**
- e. An explanation of ComTech21's compliance with applicable regulation pertaining to certified communicatively impaired (hearing and voice impaired) telecommunications service, lifeline, minimum calling levels, and 9-1-1 emergency telecommunications service.**

Q. CAN YOU PLEASE DESCRIBE THE APPLICANT'S GENERAL QUALIFICATIONS?

A. Comtech21 is a Delaware Limited Liability Company and is authorized to transact business in the State of Tennessee as a foreign corporation. ComTech21 was incorporated on April 14, 2000. Copies of the Applicant's Certification of Formation and Certificate of Authority to Conduct Business in Tennessee are attached hereto as Exhibit A. The company is a wholly owned operating subsidiary of Prescient, LLC, and a privately held corporation. Current business and network plans call for market entry via resold incumbent local exchange carrier and interexchange carrier facilities. When customer demand warrants, Comtech21 may provide basic local exchange services via the installation of a local switching platform and utilize a combination of self and third party provided network elements (e.g., interoffice transport unbundled loops). ComTech21 is currently authorized to provide and is providing resold interexchange services throughout in the United States. ComTech21 has extensive experience in the technical, managerial, and financial aspects of the telecommunications industry.

Q. IS COMTECH21 AUTHORIZED TO PROVIDE SERVICES IN ANY OTHER JURISDICTIONS?

A. Yes. ComTech21 authorized to provide and is providing resold interexchange services throughout in the United States. Applicant is certified in Alabama, Colorado, Connecticut, Florida, Georgia, Illinois, Kansas, Kentucky, Maryland, Michigan, Missouri, New Hampshire, New Jersey, New York, North Dakota, Ohio, Oregon, Pennsylvania, Rhode Island, So. Dakota, Texas, Vermont, Virginia, and Wisconsin to provide competitive local exchange services. Applicant has not been denied authority for any of the services for which it seeks authority in this Application.

Q. PLEASE DESCRIBE COMTECH21'S MANAGERIAL AND TECHNICAL QUALIFICATION.

A. ComTech21 possesses the requisite managerial qualifications to provide its proposed local exchange telecommunications services. ComTech21 has assembled an outstanding team of experienced managers and support staff. Descriptions of the telecommunications and managerial experience of ComTech21's key personnel, who have extensive management, financial, and technical experience are attached hereto as Exhibit D. ComTech21 is technically qualified to provide the proposed services in the State of Tennessee. ComTech21's management personnel are well qualified to execute its business plan, having extensive managerial, financial, and technical telecommunications experience as described in Exhibit F.

Q. IN YOUR OPINION, DOES COMTECH21 POSSESS SUFFICIENT MANAGERIAL AND TECHNICAL RESOURCES AND QUALIFICATIONS TO PROVIDE ALL OF THE SERVICES REQUESTED IN ITS APPLICATION TO PROVIDE LOCAL EXCHANGE SERVICES IN TENNESSEE?

A. Yes. The senior management of ComTech21 has great depth in the telecommunications industry and offer extensive technical and managerial expertise to ComTech21 pertaining to the telecommunications business.

Q. PLEASE OUTLINE APPLICANT'S FINANCIAL QUALIFICATIONS.

A. ComTech21 is financially qualified to possess a license to provide basic local exchange service. In particular, ComTech21 has access to the financing and capital necessary to conduct its telecommunications operations as specified in this Application. ComTech21 has the financial support necessary to procure, install and operate facilities on a resold basis and to hire and train the personnel necessary to operate those facilities. ComTech21 is a wholly owned subsidiary of Prescient, LLC. ComTech21's financial strength and ability to offer the above service is demonstrated in ComTech21's Balance Sheets as of December 31, 2001, December 31 2002 and September 30, 2003, Income Statement for the 9 periods ended September 30, 2003, Statements of Operations and Member Equity for the year ended December 31, 2001 and December 31, 2002 and the Statements of Cash Flows for the year ended December 31, 2001 and December 31, 2002, copies of which are attached hereto as Confidential Exhibit E.

Q. IN YOUR OPION, DOES COMTECH21 HAVE ADEQUATE ACCESS TO THE CAPITAL NECESSARY TO PROVIDE THE PROPOSED LOCAL EXCHANGE SERVICES IN TENNESSEE?

A. Yes, it does.

Q. DOES COMTECH21'S APPLICATION AND PROPOSED TARIFF CONTAIN AN ACCURATE DESCRIPTION OF THE TYPES OF SERVICES THAT IT WILL OFFER IN TENNESSEE?

A. Yes. The Application and its ComTech21's illustrative tariff accurately describe the types of services that ComTech21 will offer in Tennessee. ComTech21 plans to provide resold and facilities-based local exchange and exchange access services. These services include, but will not be limited to:

- Basic residential exchange services (local exchange flat rate, measured rate service, operator access);
- Basic business exchange services;
- Business and residential ancillary services (9-1-1, E-9-1-1, 4-1-1, relay service, directory listing, directory assistance, etc.);
- Centrex;
- ISDN;
- Assignment of new numbers;
- Number portability;
- AIN provided features;

- DID trunks and lines;
- Interfaces to local exchange carriers' switches

In addition to the services listed above, ComTech21, through interconnection with other carriers, will offer dual-party relay services, 9-1-1 emergency services, directory assistance and operator assisted calls, lifeline, and toll-free calling. ComTech21 may also offer non-regulated telecommunications services, such as Internet Access and Interexchange service.

Q. WHAT FACILITIES WILL COMTECH21 USE TO PROVIDE THE PROPOSED TELECOMMUNICATIONS SERVICES IN TENNESSEE?

A. ComTech21 plans to provide local exchange services through a combination of resold facilities from existing carriers and those built by ComTech21 and its affiliates where economics and necessity demand facilities to be built.

Q. WHO WILL BE PROVIDING LOCAL EXCHANGE ACCESS TO SERVICES TYPICALLY SUPPLIED BY INCUMBENT CARRIERS?

A. Local exchange provision of service including Directory Assistance, 9-1-1 Emergency Assistance, Emergency Interrupt Service (given significant market demand), and Busy Line Verification (given significant market demand) will be supplied through arrangements with the incumbent carriers. Moreover, the 9-1-1 services will be seamless and transparent to all municipalities and townships offering this emergency service. There will be no customers or public officials and agencies experiencing significant changes or additional costs in relation to the provision of 9-1-1 Emergency Assistance.

Q. WILL COMTECH21 HANDLE 9-1-1 EMERGENCY TELECOMMUNICATIONS SERVICE TRAFFIC IN THE AFFECTED AREAS PURSUANT TO TPSC REGULATIONS?

A. Yes. ComTech21 will negotiate arrangements with the incumbent carriers to route the traffic through the LEC's existing tandem switches serving each Public Safety Answering Point ("PSAP"). Upon ComTech21 obtaining additional facilities, ComTech21 will route 9-1-1 traffic through the local switches so that the traffic is routed in the same manner as the incumbent LEC's 9-1-1 traffic. ComTech21 intends to comply with all the applicable laws and regulations. Moreover, Automatic Number Identification ("ANI") and Automatic Line Information ("ALI") will be routed along with the call. Also, ComTech21 will be able to route 9-1-1 traffic to one or more PSAP through direct trunks that ComTech21 plans to install. Overall, 9-1-1 traffic will be routed and will meet all Commission requirements. All customers will receive the same delivery of ANI and ALI, and the design of the 9-1-1 system standards that exist in the incumbent carrier's systems. Finally, ComTech21 intends to develop procedures to secure the accurate transition of collection and disbursement of 9-1-1 surcharges and network changes that are transparent.

Q. WILL COMTECH21 PROVIDE BASIC LOCAL EXCHANGE AND TOLL SERVICES IN KEEPING WITH THE COMMISSION'S RULES AND THE TENNESSEE TELECOMMUNICATIONS ACT?

A. Yes. ComTech21, in compliance with the Commission's Rules and the Tennessee Telecommunications Act, as a provider of basic local exchange service, will offer additional services to its customers including; lifeline service; services for the deaf, hard of hearing, and speech-impaired; intraNPA directory assistance service; free telephone directories; free 900 prefix call blocking; basic local exchange service options for residential customers including a minimum of 400 calls for a flat monthly rate; handicapped persons and persons voluntarily providing services specified in Act 179; and emergency or 9-1-1 service.

Q. DOES COMTECH21 INTEND TO FOLLOW THE REQUIREMENTS OF THE TPSC PERTAINING TO CERTIFIED COMMUNICATIVELY IMPAIRED TELECOMMUNICATIONS SERVICES?

A. Yes. ComTech21 intends to implement the requirements of the TPSC pertaining to certified communicatively impaired telecommunications services.

Q. DOES COMTECH21 INTEND TO COMPLY WITH THE MINIMUM TELEPHONE SERVICE STANDARDS SET FORTH BY THE TPSC?

A. Yes. ComTech21 intends to provide the services described above in compliance with the TPSC standards and applicable regulations. Moreover, the competitive nature of the telecommunications industry in Tennessee today demands that telephone service be offered in a superior quality to that of our competitors.

Q. DOES COMTECH21 HAVE A SMALL AND MINORITY OWNED TELECOMMUNICATIONS BUSINESS PARTICIPATION PLAN PURSUANT TO SECTION 504 OF THE TENNESSEE TELECOMMUNICATIONS ACT?

A. Yes, ComTech21's Small and Minority Owned Telecommunications Business Participation Plan is enclosed.

Q. WHEN DOES COMTECH21 PLAN TO OFFER REGULATED BASIC LOCAL EXCHANGE SERVICE IN THE STATE OF TENNESSEE?

A. Before ComTech21 can offer regulated basic local exchange service in the state of Tennessee, several important developments must occur. Among these developments are: the issuance of a license by the Tennessee Public Service Commission; successful negotiation of interconnection agreements with the incumbent carriers; successful completion of the installation of any facilities ComTech21 needs to offer regulated basic local exchange service in the state of Tennessee; and the completion and filing of a final tariff with the Commission for ComTech21's regulated basic local exchange service. Each of these activities may be subject to delay and difficulties beyond the control of ComTech21.

Q. IF EACH OF THESE PREREQUISITES WERE TO BE COMPLETED IN A TIMELY FASHION, WITHOUT DELAY, WHEN WOULD COMTECH21 COMMENCE OFFERING REGULATED BASIC LOCAL EXCHANGE SERVICE IN THE STATE OF TENNESSEE?

A. It is ComTech21's intention to offer regulated basic local exchange service in Tennessee within one year of the Commission's issuance of a license to ComTech21.

Q. IS COMTECH21'S APPLICATION CONSISTENT WITH SERVING THE PUBLIC INTEREST IN THE PROVISION OF TELECOMMUNICATIONS CUSTOMERS?

A. Absolutely. The Commission's grant of this license is in the public interest because residential and business consumers of telecommunications services in SBC's Tennessee service territory will receive increased choice, improved quality of service, and heightened opportunities to obtain improved technology in the homes and businesses. Market incentives for new and old telecommunications providers in Tennessee will be improved greatly through an increase in the diversity of suppliers and competition within the local exchange telecommunications market. Consistent with the Commission's intent to aid in the development of a competitive telecommunications environment in Tennessee, the granting of a certificate of authority to provide local exchange service will offer increased efficiency to the State's telecommunications infrastructure through greater reliability of services and an increase in competitive choices. These points are highlighted in ComTech21's Application in this case.

Q. DOES THIS CONCLUDE YOUR TESTIMONY?

A. Yes it does.

I swear that the foregoing testimony is true and correct to the best of my knowledge.

Marie Marcarelli

Marie Marcarelli
Executive Vice President
ComTech21, LLC

Subscribed and sworn to me this 28th day of April 2004

Notary Public,

Marian J. Di Nicola

State of Connecticut

County of New Haven

My Commission expires May 31, 2006

**In the matter of the application of ComTech21, LLC
For a license to provide basic local exchange service
Throughout the State of Tennessee in the Zone and
Exchange areas served by Bell South**

COMTECH21, LLC INTRALATA TOLL DIALING PARITY PLAN

Comtech21, LLC proposes to offer basic local exchange services within the State of Tennessee within one year of the date a license is granted by the Commission.

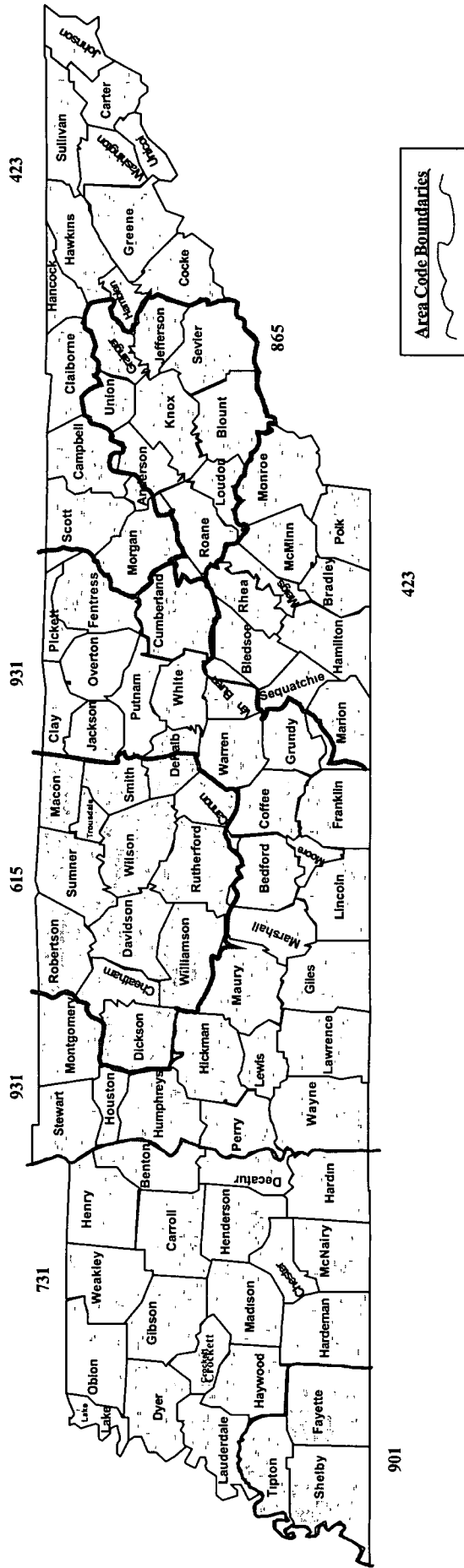
ComTech21 proposes to offer local exchange service within the entire local zone and exchange service area presently served by Bell South. ComTech21 will serve the exchanges mapped and described by Bell South and the local calling area for ComTech21 Customers will be the same as the incumbent carriers existing exchange boundaries. ComTech21 understands that any future modifications to these exchange boundaries or legal descriptions of these boundaries will be automatically mirrored by ComTech21 on a going forward basis. If not mirrored detailed maps and legal descriptions on an individual exchange basis will be filed with the Commission approval.

ComTech21 will comply with the applicable intraLATA access requirements of incumbent local exchange telephone companies, and with all other applicable Commission rules, regulations and standards. ComTech21 will utilize the method used through the incumbent carriers' existing network to enable new and existing customers to select alternate providers of telephone toll service.

ComTech21 will utilize MULTIPIC's to convert customers. Since the Petitioner initially will be reselling local exchange utilizing the facilities of incumbent local exchange carriers, repair and maintenance will be done by the underlying carriers.

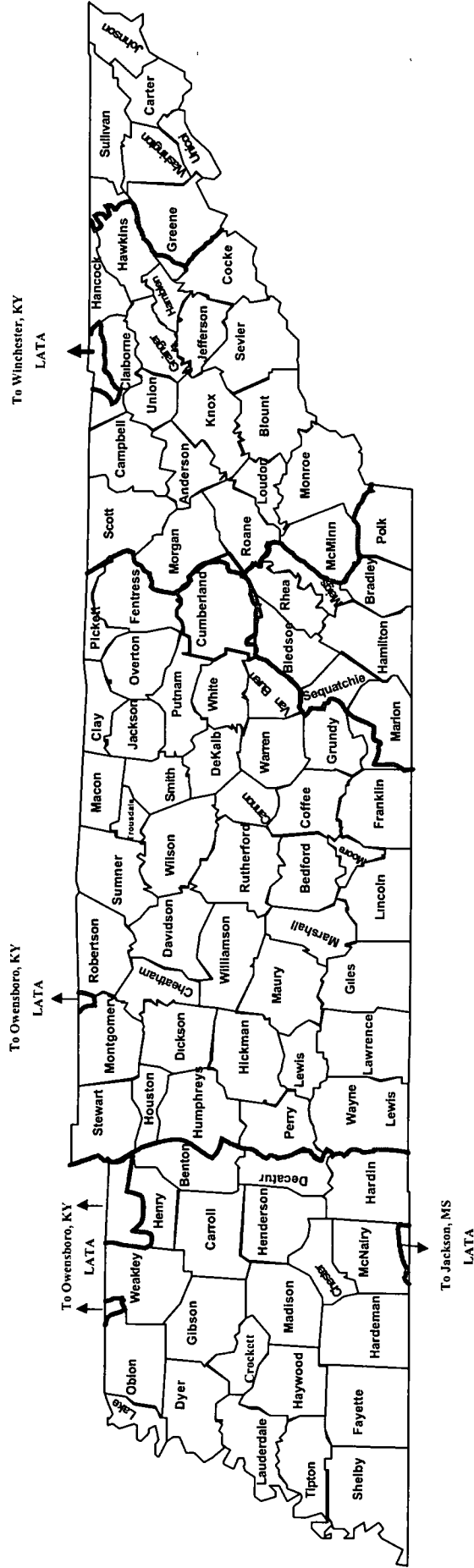
ComTech21 will abide by Bell South's nondiscriminatory practices as it relates to accessing telephone numbers, operator services, directory assistance, and directory listing, as well as comply with all of the FCC's and Tennessee Regulatory Authority rules.

Tennessee Area Codes



Tennessee

LATA Boundaries



LATAs

Chattanooga	
Knoxville	
Memphis	
Nashville	
Tri-Cities	